

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION

In re:)	Chapter 11
)	
FORESIGHT ENERGY LP, <i>et al.</i> ,)	Case No. 20-41308-659
)	
Debtors.)	Jointly Administered
)	
)	Related Docket No.: 63

**ORDER PURSUANT TO SECTIONS 105(a) AND 365 OF THE BANKRUPTCY CODE
AND BANKRUPTCY RULE 6004 AUTHORIZING THE REJECTION OF CERTAIN
EXECUTORY CONTRACTS EFFECTIVE AS OF THE PETITION DATE**

Upon the motion (the “Motion”)¹ of Foresight Energy LP and its affiliated debtors and debtors in possession in the above-captioned cases (collectively, the “Debtors”) requesting entry of an order (this “Order”), pursuant to sections 105(a) and 365 of the Bankruptcy Code and Bankruptcy Rule 6004, authorizing the Debtors to reject the executory contracts identified on **Exhibit A** attached hereto; and it appearing that this Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334 and Rule 81-9.01(B)(1) of the Local Rules of the United States District Court for the Eastern District of Missouri; and it appearing that venue of the Debtors’ chapter 11 cases and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and a hearing having been held to consider the relief requested in the Motion; and upon consideration of the First Day Declarations; and upon the record of the hearing and all of the proceedings had before the Court; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates, their creditors

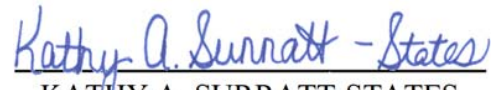
¹ All capitalized terms used and not defined herein shall have the meanings ascribed to them in the Motion.

and all other parties in interest; and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is **GRANTED** as set forth herein.
2. The Agreements identified on **Exhibit A** attached hereto are hereby rejected, effective as of the Petition Date.
3. Counterparties to Agreements that are rejected pursuant to this Order must file a proof of claim relating to the rejection of such Agreements, if any, by the later of (a) any applicable claims bar date established in these chapter 11 cases, or (b) 30 days after entry of this Order.
4. The Debtors reserve their rights to assume, assign, or reject other executory contracts or unexpired leases, and nothing herein shall be deemed to affect such rights.
5. If the Debtors have deposited monies with a counterparty to an Agreement as a security deposit or other arrangement, such counterparty may not set off or recoup or otherwise use such deposit without the prior approval of the Court.
6. Notice of the Motion as provided therein is hereby deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rule 6004(a) and the Local Bankruptcy Rules are satisfied by such notice.
7. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Order shall be immediately effective upon its entry.
8. The requirements set forth in Bankruptcy Rule 6003(b) are satisfied because the relief sought by the Motion is necessary to avoid immediate and irreparable harm.

9. No later than two (2) business days after entry of this Order, the Debtors shall serve a copy of this Order on the Notice Parties and shall file a certificate of service no later than twenty-four (24) hours after service.


KATHY A. SURRATT-STATES
Chief U.S. Bankruptcy Judge

DATED: April 10, 2020
St. Louis, Missouri
jjh

Order Prepared By:

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Counsel to the Debtors and Debtors in Possession

Exhibit A

The Agreements

The Agreements

<u>Counterparty</u>	<u>Counterparty Address</u>	<u>Debtor Counterparty</u>	<u>Contract Description</u>	<u>Notes / Additional Related Agreements</u>
Raven Energy LLC of Louisiana	3801 PGA Boulevard, Suite 903, Palm Beach Gardens, Florida 33410	Foresight Energy LLC Oeneus LLC d/b/a Savatran LLC	Materials Handling and Storage Agreement – Dated January 1, 2012	First Amended and Restated Materials Handling and Storage Agreement – Dated May 1, 2015 Amendment to First Amended and Restated Materials Handling and Storage Agreement – Dated September 26, 2016 Second Amendment to First Amended and Restated Materials Handling and Storage Agreement – Dated August 31, 2017
United Bulk Terminals Davant, LLC	4400 Harding Pike Nashville, TN 37205	Savatran, LLC	Bulk Cargo Transfer and Storage Agreement – Dated November 15, 2013	
Ingram United Barge LLC (f/k/a United Bulk Terminals Davant, LLC)	4400 Harding Pike Nashville, TN 37205	Savatran, LLC	Transportation Agreement – Dated November 15, 2013	

Certificate of Notice Pg 7 of 9
United States Bankruptcy Court
Eastern District of MissouriIn re:
Foresight Energy LP
DebtorCase No. 20-41308-kss
Chapter 11**CERTIFICATE OF NOTICE**

District/off: 0865-4

User: admin
Form ID: pdf02Page 1 of 3
Total Noticed: 4

Date Rcvd: Apr 10, 2020

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Apr 12, 2020.

aty +Aidan Synnott, Paul, Weiss, Rifkind, Wharton & Garrison, 1285 Avenue of the Americas,
New York, NY 10019-6031

aty +Alexander Woolverton, Paul Weiss Rifkind Wharton & Garrison LL, 1285 Avenue of the Americas,
New York, NY 10019-6031

aty +Michael J. Colarossi, Paul, Weiss, Rifkind, Wharton & Garrison, 1285 Avenue of the Americas,
New York, NY 10019-6031

aty +Paul M. Basta, Paul, Weiss, Rifkind, Wharton & Garrison, 1285 Avenue of the Americas,
New York, NY 10019-6031

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.
NONE. TOTAL: 0

***** BYPASSED RECIPIENTS *****

NONE. TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

Transmission times for electronic delivery are Eastern Time zone.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.**Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.**

Date: Apr 12, 2020

Signature: /s/Joseph Speetjens**CM/ECF NOTICE OF ELECTRONIC FILING**

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on April 10, 2020 at the address(es) listed below:

Alice Belisle Eaton on behalf of Debtor Foresight Energy LP
aeaton@paulweiss.com; mcolarossi@paulweiss.com; pbasta@paulweiss.com; slascano@paulweiss.com; awoolve
rton@paulweiss.com; orahnama@paulweiss.com; mtattnall@paulweiss.com; psteel@paulweiss.com; dweiss@pau
lweiss.com

Amy A. Zuccarello on behalf of Creditor Lord Securities Corporation
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Brad M. Kahn on behalf of Creditor Ad Hoc First Lien Group bkahn@akingump.com

Brian C. Walsh on behalf of Creditor Davidson Kempner Capital Management LP
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Christopher Foy on behalf of Creditor Illinois Department of Natural Resources
cfoy@atg.state.il.us

Christopher J. Lawhorn on behalf of Creditor Javelin Global Commodities UK Ltd
cjl@carmodymacdonald.com, txs@carmodymacdonald.com; aep@carmodymacdonald.com

Cullen Drescher Speckhart on behalf of Creditor Committee John Fabick Tractor Company/Fabick
Mining, Inc. cspeckhart@cooley.com, efiling-notice@ecf.pacerpro.com

Dominique Sinesi on behalf of Interested Party United States of America
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Erika L. Todd on behalf of Creditor Lord Securities Corporation etodd@sullivanlaw.com

Ira S Dizengoff on behalf of Creditor Ad Hoc First Lien Group idizengoff@akingump.com

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Jaimie L Mansfield on behalf of Debtor Macoupin Energy LLC jmansfield@atllp.com,
bvogt@armstrongteasdale.com

Jaimie L Mansfield on behalf of Debtor Tanner Energy LLC jmansfield@atllp.com,
bvogt@armstrongteasdale.com

Jaimie L Mansfield on behalf of Debtor Williamson Energy, LLC jmansfield@atllp.com,
bvogt@armstrongteasdale.com

Jaimie L Mansfield on behalf of Debtor Foresight Coal Sales LLC jmansfield@atllp.com,
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James Savin on behalf of Creditor Ad Hoc First Lien Group jsavin@akingump.com

Jason D. Angelo on behalf of Creditor Wilmington Trust NA jangelo@reedsmith.com

Jason D. Angelo on behalf of Creditor Committee Wilmington Trust, NA jangelo@reedsmith.com

Jennifer M McLemore on behalf of Creditor Natural Resource Partners L.P., et al.
jmclemore@williamsmullen.com

Joel A Kunin on behalf of Creditor Cory Leitschuh jkunin@ghalaw.com, megan@ghalaw.com

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Page 2 of 3
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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

Joel A Kunin on behalf of Creditor Terra Payne, as Special Administrator of the Estate of William Daniel Hans Payne jkunin@ghalaw.com, megan@ghalaw.com
John G. Willard on behalf of Debtor American Century Mineral LLC jwillard@armstrongteasdale.com, bvogt@armstrongteasdale.com
John G. Willard on behalf of Debtor Foresight Energy Labor LLC jwillard@armstrongteasdale.com, bvogt@armstrongteasdale.com
John G. Willard on behalf of Debtor Foresight Energy Finance Corporation jwillard@armstrongteasdale.com, bvogt@armstrongteasdale.com
John G. Willard on behalf of Debtor MaRyan Mining LLC jwillard@armstrongteasdale.com, bvogt@armstrongteasdale.com
John G. Willard on behalf of Debtor Akin Energy LLC jwillard@armstrongteasdale.com, bvogt@armstrongteasdale.com
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John G. Willard on behalf of Debtor Hillsboro Transport LLC jwillard@armstrongteasdale.com, bvogt@armstrongteasdale.com
John G. Willard on behalf of Debtor Seneca Rebuild LLC jwillard@armstrongteasdale.com, bvogt@armstrongteasdale.com
John G. Willard on behalf of Debtor American Century Transport LLC jwillard@armstrongteasdale.com, bvogt@armstrongteasdale.com
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Kathryn Redmond on behalf of Debtor Logan Mining LLC kredmond@atllp.com, bvogt@atllp.com
Kathryn Redmond on behalf of Debtor LD Labor Company LLC kredmond@atllp.com, bvogt@atllp.com
Kathryn Redmond on behalf of Debtor Coal Field Construction Company LLC kredmond@atllp.com, bvogt@atllp.com
Kathryn Redmond on behalf of Debtor Foresight Energy LP kredmond@atllp.com, bvogt@atllp.com
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Richard J. Parks on behalf of Creditor Joy Underground Mining LLC rjp@pietragallo.com
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Richard W. Engel, Jr. on behalf of Debtor Foresight Energy LP rengel@armstrongteasdale.com, bvogt@armstrongteasdale.com;srice@armstrongteasdale.com

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Page 3 of 3
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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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Steven M. Wallace on behalf of Creditor J. Earl Baldwin, Personal Representative of the
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Estate of Beverly B. Adams, Deceased steve@silverlakelaw.com, denise@silverlakelaw.com
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Timothy P. Palmer on behalf of Creditor Huntington National Bank Timothy.Palmer@BIPC.com
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TOTAL: 81